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Federal Communications Commission
Office of Secretary

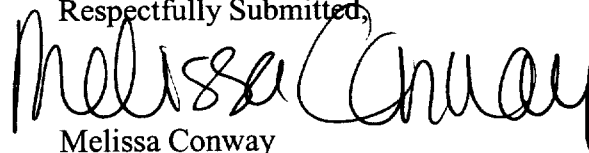
Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W.
Washington, D.C. 20554

Re: ***CC Docket No. 00-257***: Notification of Transfer of Subscribers from GE
Business Productivity Solutions, Inc. to Business Productivity Solutions,
Inc. Pursuant to 47 C.F.R. Section 64.1120

Dear Secretary Dortch:

Enclosed please find an original and four (4) copies of the above-referenced notification. Also enclosed is a duplicate copy of this filing. Please date-stamp the duplicate upon receipt and return it in the envelope provided. Should you have any questions with respect to this matter, please contact Melissa Conway at (202) 955-9667.

Respectfully Submitted,


Melissa Conway

Enclosures

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Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: Notification of Transfer of Subscribers from GE Business Productivity Solutions,
Inc. to Business Productivity Solutions, Inc. -- CC Docket No. 00-257

Dear Secretary Dortch:

Pursuant to Section 64.1120 of the Commission's rules, 47 C.F.R. § 64.1120, Business Productivity Solutions, Inc. ("BPS"), by its attorneys, respectfully notifies the Commission that, in furtherance of a transaction involving the transfer of substantially all of the assets of GE Business Productivity Solutions, Inc. ("GEBPS") to BPS, BPS intends to acquire all of the customers of GEBPS.¹ BPS is complying with the Commission's rules and procedures governing compliance with section 258 of the Communications Act of 1934, as amended, including the provision of advanced written notice to all affected customers, which notices have already been provided to such customers.²

¹ Pursuant to the terms of an Asset Purchase Agreement ("Agreement") dated October 13, 2004, BPS's ultimate parent company, Eschelon Telecom, Inc. ("ETI"), will acquire substantially all of the assets of GEBPS, including the GEBPS customer base, and immediately transfer them to its indirect, wholly owned subsidiary, BPS.

² Simultaneously with the signing of the Agreement, ETI signed a Stock Purchase Agreement with an affiliate of GEBPS, Advanced TelCom Group, Inc. ("ATGI"), whereby ETI will acquire all of the issued and outstanding shares of common stock of ATGI's operating subsidiary, Advanced TelCom, Inc. ("ATI"), and, thus, ATI's wholly owned subsidiary, Shared Communications Services, Inc. ("SCS"). The current customers of ATI and SCS will remain with ATI and SCS and will continue to receive the same telecommunications services pursuant to the same rates, terms and conditions as at present. It is the parties' position that compliance with the slamming requirements with respect to the customers of ATI and SCS is not required because this transaction is "invisible" to the affected customers. The ATI and SCS customers will continue to receive service from their existing service providers, they will have the same contact number, and they will continue to receive the same services at the same rates, terms and conditions as those prior to the transaction. Nevertheless, in the interest of full disclosure, the parties have notified the ATI and SCS customers of the transaction and the change in ultimate control of their service providers.

BY HAND DELIVERY

Marlene H. Dortch, Secretary

November 15, 2004

Page Two

In conformity with Commission rules, BPS provides the following information:

Parties to the Transaction: The parties involved in the transaction are GE Business Productivity Solutions, Inc. ("GEBPS") and Business Productivity Solutions, Inc. ("BPS"), the acquiring carrier. BPS's ultimate parent company, Eschelon Telecom, Inc. ("ETI"), entered into the Agreement with GEBPS to acquire substantially all of the assets of GEBPS, including the GEBPS customers. ETI will immediately transfer the GEBPS customers to BPS.

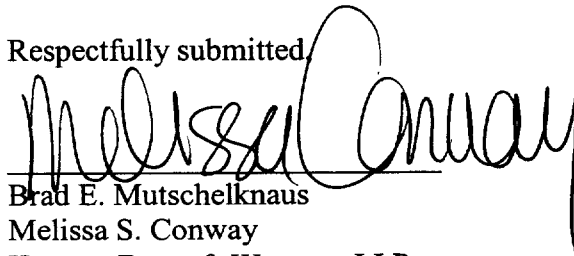
Types of Telecommunications Services Provided to the Affected Subscribers: GEBPS provides long distance resale telecommunications services to both residential and business customers. BPS will provide the same services to these subscribers.

Date of Transfer of the Subscribers to Acquiring Carrier: GEBPS anticipates transferring all of its subscribers to BPS on *December 31, 2004*, or as soon thereafter as the necessary regulatory approvals have been obtained.

Attached to this letter are (a) BPS's certification of compliance with the requirements of the Commission governing transfers of subscribers, and (b) copies of the notices sent to the affected business and residential subscribers, as required under the rules. The letter addressed to "GE Capital Communication Services Customer" is for the residential customers who are more familiar with GEBPS's d/b/a name, GE Capital Communication Services.

Please contact the undersigned if you have any questions concerning this notification.

Respectfully submitted,



Brad E. Mutschelknaus

Melissa S. Conway

KELLEY DRYE & WARREN LLP

1200 19th Street, N.W., Suite 500

Washington, D.C. 20036

(202) 955-9600

Counsel for Business Productivity Solutions, Inc. and
GE Business Productivity Solutions, Inc.

Attachments

ATTACHMENT A
CERTIFICATION OF COMPLIANCE

CERTIFICATION OF BUSINESS PRODUCTIVITY SOLUTIONS, INC.

The undersigned hereby certifies as follows:

1. I have read the foregoing document and hereby verify that the statements therein are true, complete and correct to the best of my knowledge.
2. In accordance with Section 64.1120(e) of the Commission's rules, 47 C.F.R. §64.1120, Business Productivity Solutions, Inc. will comply with the required FCC procedures for the acquisition of all of the customers of GE Business Productivity Solutions, Inc. including the provision of advanced written notice to all affected subscribers.

BUSINESS PRODUCTIVITY SOLUTIONS, INC.

By: J. Oxley

Name: J. Jeffery Oxley

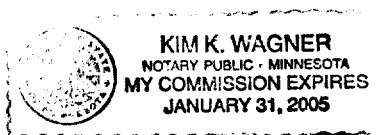
Title: Executive Vice President
and General Counsel

Date: November 9, 2004

Sworn and subscribed to before me
this 9th day of November 2004.

Kim K. Wagner
Notary Public

My Commission expires: 1/31/05



ATTACHMENT B

CUSTOMER NOTICES



GE Business Productivity Solutions



IMPORTANT NOTICE REGARDING YOUR TELECOMMUNICATIONS SERVICES

Dear GE Business Productivity Solutions, Inc. Customer:

We are writing to share with you an exciting announcement regarding your GE Business Productivity Solutions, Inc. ("GEBPS") telecommunications services.

Recently, GEBPS and Eschelon Telecom, Inc. ("Eschelon") signed a definitive agreement whereby Eschelon will acquire the assets of GEBPS, including the GEBPS customers. The transaction is expected to become final on or around December 31, 2004, subject to customary regulatory approvals. Eschelon is an integrated communications provider of voice, data, Internet services and business telephone systems that serves over 38,000 customers. Eschelon is one of the fastest growing telecommunications companies in the nation and will continue to provide you with quality telecommunications services.

The combined company will bring together a wide range of expertise and resources while offering you the most complete line of high-quality, cost-effective products and services available. We will continue to support you with a team of highly-trained associates who will provide best-in-class customer service.

How will this affect your rates and services?

As stated above, we anticipate that the transfer of the GEBPS customers will take place on or around December 31, 2004. **Prior to and immediately following the transfer, you will continue to receive the same services at the same rates, terms and conditions as you do now.** After the transaction has completed, your service will automatically be transferred to Eschelon's telecommunications subsidiary, Business Productivity Solutions, Inc. ("BPS"). You will not be charged any fees in connection with this transfer. Notice of any future changes in rates, terms and conditions of service will be provided to you as required by law. Of course, at any time you are free to select a new service provider. If, however, you have a term contract with GEBPS, you will still be responsible for any applicable early termination charges.

What are the next steps?

You don't have to do a thing! We will notify you after the transaction has been completed. We are confident that you will be completely satisfied with BPS and will receive the same high level of customer service and support that you have come to expect.

Please note: If you have placed a "freeze" on your GEBPS services to prevent an unauthorized transfer to another carrier, it will be automatically lifted to implement the transfer to Eschelon and BPS. At your request, BPS can reestablish freeze protection for you after the transfer.

We will do everything to help ensure that this transition is a smooth one. If you would like to see a copy of GEBPS's rates and charges, please visit GEBPS's website at www.bizproductivity.com. If you have any questions or concerns regarding rates, billing statements, service needs, complaints or about the transfer of your service to BPS, please contact GEBPS Customer Service at **1-800-775-4322**. We look forward to updating you on the progress of this transaction. We will provide additional details regarding invoice descriptions, contact information and remittance addresses as we approach the transfer date.

Thank you,

GE Business Productivity Solutions, Inc.

Eschelon Telecom, Inc.

IMPORTANT NOTICE REGARDING YOUR TELECOMMUNICATIONS SERVICES

Dear GE Capital Communication Services Customer:

We are writing to share with you an exciting announcement regarding your GE Residential Long Distance service.

Recently, GE Business Productivity Solutions, Inc. d/b/a GE Capital Communication Services and Eschelon Telecom, Inc. ("Eschelon") signed a definitive agreement whereby Eschelon will acquire the assets of the company, including the GE Residential Long Distance customers. The transaction is expected to become final on or around December 31, 2004, subject to customary regulatory approvals. Eschelon is an integrated communications provider of voice, data, Internet services and business telephone systems that serves over 38,000 customers. Eschelon is one of the fastest growing telecommunications companies in the nation and will continue to provide you with quality telecommunications services.

The combined company will bring together a wide range of expertise and resources while offering you the most complete line of high-quality, cost-effective products and services available. We will continue to support you with a team of highly-trained associates who will provide best-in-class customer service.

How will this affect your rates and services?

As stated above, we anticipate that the transfer of the GE Residential Long Distance customers will take place on or around December 31, 2004. **Prior to and immediately following the transfer, you will continue to receive the same services at the same rates, terms and conditions as you do now.** After the transaction has completed, your service will automatically be transferred to Eschelon's telecommunications subsidiary, Business Productivity Solutions, Inc. ("BPS"). You will not be charged any fees in connection with this transfer. Notice of any future changes in rates, terms and conditions of service will be provided to you as required by law. Of course, at any time you are free to select a new service provider. If, however, you have a GE Residential Long Distance term contract, you will still be responsible for any applicable early termination charges.

What are the next steps?

You don't have to do a thing! We will notify you after the transaction has been completed. We are confident that you will be completely satisfied with BPS and will receive the same high level of customer service and support that you have come to expect.

Please note: If you have placed a "freeze" on your GE Residential Long Distance services account to prevent an unauthorized transfer to another carrier, it will be automatically lifted to implement the transfer to Eschelon and BPS. At your request, BPS can reestablish freeze protection for you after the transfer.

We will do everything to help ensure that this transition is a smooth one. If you would like to see a copy of GE Residential Long Distance service rates and charges, please visit the website at www.gephonehome.com. If you have any questions or concerns regarding rates, billing statements, service needs, complaints or about the transfer of your service to BPS, please contact Customer Service at **1-866-789-8668**. We look forward to updating you on the progress of this transaction. We will provide additional details regarding invoice descriptions, contact information and remittance addresses as we approach the transfer date.

Thank you,

GE Capital Communication Services

Eschelon Telecom, Inc.